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January 15, 2003

Mr. Rick Day, Director
Washington State Gambling Commission
P. O. box 42400
Olympia, WA 98504-2400

Re: Sixth Amendment to Tulalip/State Compact

Dear Mr. Day:

The purpose of this letter is to provide notification to the State of Washington (the "State") that the Tulalip Tribes of Washington (the "Tribes") has approved and accepted certain increases to the Tribal-State Compact for Class III Gaming between the Tribes and the State ("the Compact") and to provide the State with written incorporation of such amendments as required by the Compact.

Section 15(d)(ii)(cc) of the Compact ("the Most Favored Nations clause") provides:

Notwithstanding any other provision of this Compact to the contrary, in the event that the State enters into or amends a compact with another tribe and such agreement gives any tribe more gaming facilities, activities, stations or higher wager limits, more hours of operation, or any combination thereof than that provided under the terms of this Compact, then this Compact shall be amended thereby upon approval and acceptance of any such increases by the Tribe and written incorporation of such amendments to this Compact provided by the State.

The State has entered into a compact for Class III gaming with the Confederated Tribes of the Colville Reservation ("the Colville Compact"), now approved by the Secretary

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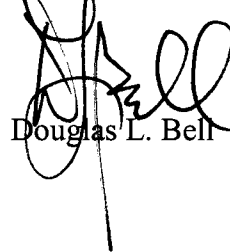
of the Interior and notice thereof published in the Federal Register, authorizing certain gaming increases as contemplated in the above quoted Most Favored Nation clause.

Earlier proposals in light of the proposed Colville Compact that the Tribes believed were encompassed by the Most Favored Nation clause have been disputed in part by the State as not being within the clause. The enclosed amendment is being submitted without prejudice to the Tribes to either resubmit some or all of its earlier proposals under the Most Favored Nations Clause or the other more lengthy and formal Compact Amendment/Renegotiation process.

Pursuant to Section 15(d)(ii)(cc) of the Compact, the Tribes has approved and accepted certain of the specific increases, authorized in the Colville Compact. The enclosed Tribal Resolution and Memorandums of Incorporation provides the State written incorporation of such amendments to the Compact. Please, sign and enter the date on all five copies of the enclosed Memorandum and return four originals to the Tribes, care of this office.

Sincerely,

BELL & INGRAM, P.S.

A handwritten signature in black ink, appearing to read 'D. Bell', written over the printed name 'Douglas L. Bell'.

Douglas L. Bell

DLB:jga

Enclosures

cc: Tribal Board of Directors
Ed Fleisher, W.S.G.C.
Chuck James
John McCoy
Tracie Stevens
Peter Mills

TULALIP TRIBES OF WASHINGTON
RESOLUTION NO. 2003- 01

BE IT RESOLVED by the Board of Directors of the TULALIP TRIBES OF WASHINGTON, a federally recognized Indian Tribe pursuant to Section 16 of the Indian Reorganization Act of 1934, as amended, pursuant to Tribal Constitution Article VI, Section 1(a) and (1), 25 USC Section 2701, et seq. (PL 100-497) and Tulalip Gaming Ordinance No. 55, as amended, that the Sixth Amendment to the Tribal-State Compact for Class III gaming between the Tulalip Tribes of Washington and the State of Washington, be and the same hereby is accepted and agreed. Further, that the Chairman of the Tribe, or in his absence the Vice-Chairman of the Tribe, be and the same hereby is authorized and directed to sign and enter into said Sixth Amendment on behalf of the Tribe and to thereafter cause the same to be submitted for acknowledgment to the Washington State Gambling Commission pursuant to said Tribal-State Compact.

ADOPTED at a regular/special meeting of the Board of Directors, duly called, with a quorum present this 10th day of January, 2003, by a vote of 6 for and 0 against.

TULALIP TRIBES OF WASHINGTON

By Herman A. Williams, Jr.
Herman A. Williams, Jr., Chairman

ATTEST:

Marie M. Zackuse
Marie M. Zackuse, Secretary